

7463-60

MANUFACTURING AGREEMENT SUPPLEMENT NO. 1 RECORDATION NO. _____ Filed & Recorded

dated as of May 24, 1974., between ACF INDUSTRIES
INCORPORATED (hereinafter called the Manufacturer)
and TRAILER TRAIN COMPANY (hereinafter called the
Company).
JUN 7 1974 - 2 35 PM
INTERSTATE COMMERCE COMMISSION

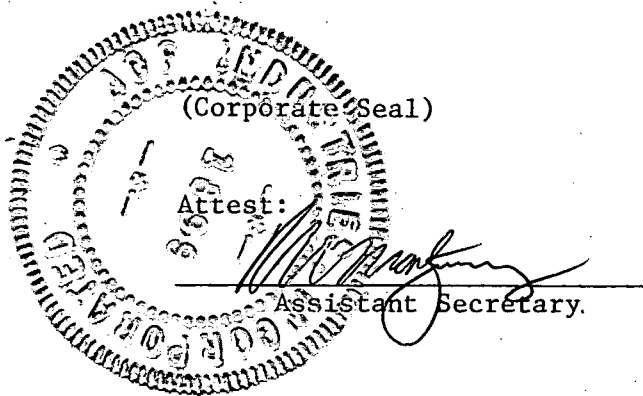
The parties hereto have heretofore entered into a Manufacturing Agreement dated as of March 1, 1974, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on April 5, 1974, at 9:15 a.m., recordation number 7463a, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

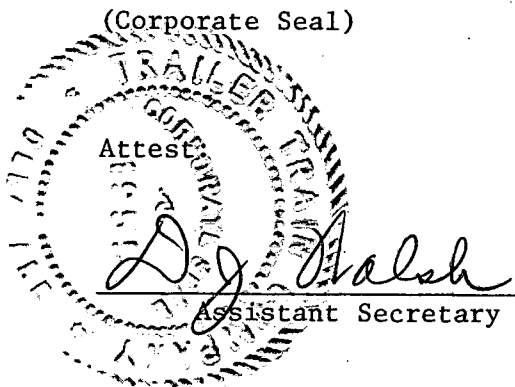
ACF INDUSTRIES, INC.

By W. H. Wilson
Vice President



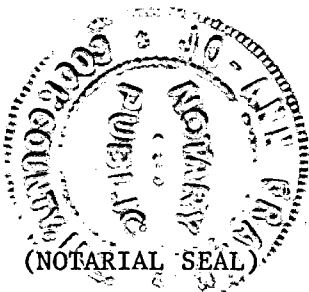
TRAILER TRAIN COMPANY

By D. J. Walsh
Director of Purchasing
and Material Management



STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 29TH day of May, 1974, before me personally appeared F. D. Vandever, to me personally known, who, being by me duly sworn says that he is the Director of Purchasing and Material Management of TRAILER TRAIN COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



J. Ann Frank
Notary Public

My Commission Expires:

6/26/76
2/17/75

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

SS:

On this 7th day of June, 1974, before me personally appeared

W. W. WILSON

, to me personally known, who being by me

duly sworn, says that he is a Vice President of ACF INDUSTRIES, INC., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

EDWIN F. MEYER
NOTARY PUBLIC, State of New York
No. 30-7917803
Qualified in Nassau County
Certificate filed in New York County
Commission Expires March 30, 1976



(NOTARIAL SEAL)

My Commission Expires:

Annex A
ACF INDUSTRIES, INCORPORATED
(Manufacturer)

TRAILER TRAIN COMPANY
(Company)

Item 1:

<u>Type</u>	<u>Quantity</u>	<u>Car Numbers</u>	<u>Unit Base Price</u>	<u>Month of Delivery</u>	<u>Specific</u>
89'4" 70-ton standard level, all-purpose flat car with hydraulic draft gears	200	974635 - 974834	\$25,851.00	June & July, 1974	2074A

Item 2: September 1, 1974

Item 3: August 15, 1974

Item 4: 750 Third Avenue, New York, New York 10017